



December 9, 2016

Chief Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W., Suite 100
Washington, DC 20423-0001
Attn: Recordation of Railroad Equipment

Re: Memorandum of Termination of Lease

Dear Section Chief:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) please find one (1) originally executed Memorandum of Termination of Lease dated December 8, 2016, a secondary document as defined in the Board's Rules for the Recordation of Documents. The enclosed document relates to the Memorandum of Assignment of Lease evidencing such Equipment duly filed with the Surface Transportation Board on July 2, 2007 under primary recordation number **27058**.

The name and address of the party to the enclosed document is:

Lessor: Wells Fargo Rail Corporation
f/k/a First Union Rail Corporation
9377 W. Higgins Rd, Suite 600
Rosemont, IL 60018

The enclosed document is for 164 covered hopper cars marked BJOX 000101 -- BJOX 000368, n.i. which have been terminated in all respects and are no longer covered under the Lease.

A short summary of the document to appear in the index follows: Memorandum of Termination of Lease

Please accept this E-filing and invoice our account # 22860 in the amount of \$45.00 covering the required recordation fee. Kindly return one (1) stamped original of the enclosed document to the undersigned.

If you have any questions regarding the above-referenced matter, please contact me at (847) 384-5397. Thank you for your cooperation in this matter.

Sincerely,

Marcia Dunne
Manager Contract Administration

Enclosures

(BNSF144)

Together we'll go far



MEMORANDUM OF TERMINATION OF LEASE

THIS MEMORANDUM OF TERMINATION (the "Memorandum") dated as December 8, 2016 is made by Wells Fargo Rail Corporation, f/k/a First Union Rail Corporation (the "Transferee"), a North Carolina corporation, and pertains to that certain Memorandum of Assignment of Lease dated as of June 29, 2007, between Transferee and Citicorp Railmark, Inc. (the "Transferor").

WITNESSETH:

WHEREAS, Transferee and Transferor are parties to that certain Purchase Agreement dated June 29, 2007 pursuant to which Transferor sold to Transferee certain railcars (the "Equipment") as more particularly described on Exhibit A attached hereto; and,

WHEREAS, Transferee and Transferor entered into certain Memorandum of Assignment of Lease, evidencing the above-described Equipment, which was filed with the Surface Transportation Board on July 2, 2007 having primary recordation number **27058**.

WHEREAS, the Equipment has been released and is no longer subject to the Lease; and,

NOW, THEREFORE, the Transferee (as "Lessor") desires to clarify the public record state as follows:

1. This Notice serves as notice that the Equipment listed on the attached Exhibit A as evidenced by the Memorandum of Assignment of Lease filed with the Surface Transportation Board, has been terminated in all respects.
2. Lessor wishes to record this Memorandum of Termination of Lease so as to release the lien with respect to the Equipment.

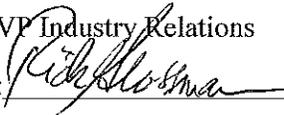
IN WITNESS WHEREOF, Wells Fargo Rail Corporation, as Lessor, has caused this Memorandum of Termination of Lease to be duly executed by their respective officer duly authorized as of the date and year first above written (and the undersigned declares under penalty of perjury that he or she holds the title indicated below and that the execution of this Memorandum was the free act and deed of its corporation).

LESSOR:

WELLS FARGO RAIL CORPORATION

Name: Rick Grossman

Title: SVP Industry Relations

Signature:  _____

**EXHIBIT A
TO
MEMORANDUM OF TERMINATION OF LEASE**

NUMBER OF CARS: One hundred sixty-four (164)

DESCRIPTION OF CARS: Covered Hopper Cars

CAR NUMBERS:

1	BJOX	101	46	BJOX	170
2	BJOX	102	47	BJOX	171
3	BJOX	103	48	BJOX	172
4	BJOX	104	49	BJOX	173
5	BJOX	105	50	BJOX	175
6	BJOX	106	51	BJOX	176
7	BJOX	109	52	BJOX	177
8	BJOX	110	53	BJOX	181
9	BJOX	111	54	BJOX	182
10	BJOX	112	55	BJOX	183
11	BJOX	114	56	BJOX	185
12	BJOX	116	57	BJOX	187
13	BJOX	117	58	BJOX	188
14	BJOX	118	59	BJOX	190
15	BJOX	119	60	BJOX	191
16	BJOX	122	61	BJOX	192
17	BJOX	123	62	BJOX	193
18	BJOX	124	63	BJOX	194
19	BJOX	125	64	BJOX	195
20	BJOX	127	65	BJOX	197
21	BJOX	128	66	BJOX	198
22	BJOX	131	67	BJOX	199
23	BJOX	132	68	BJOX	202
24	BJOX	133	69	BJOX	203
25	BJOX	134	70	BJOX	205
26	BJOX	135	71	BJOX	206
27	BJOX	136	72	BJOX	208
28	BJOX	137	73	BJOX	211
29	BJOX	141	74	BJOX	214
30	BJOX	142	75	BJOX	217
31	BJOX	145	76	BJOX	219
32	BJOX	146	77	BJOX	223
33	BJOX	147	78	BJOX	224
34	BJOX	151	79	BJOX	225
35	BJOX	152	80	BJOX	227
36	BJOX	153	81	BJOX	228
37	BJOX	154	82	BJOX	230
38	BJOX	158	83	BJOX	231
39	BJOX	159	84	BJOX	232
40	BJOX	161	85	BJOX	233
41	BJOX	162	86	BJOX	235
42	BJOX	163	87	BJOX	236
43	BJOX	164	88	BJOX	238
44	BJOX	165	89	BJOX	239
45	BJOX	166	90	BJOX	242
			91	BJOX	243
			92	BJOX	245
			93	BJOX	246
			94	BJOX	247
			95	BJOX	249
			96	BJOX	251
			97	BJOX	253
			98	BJOX	257
			99	BJOX	258
			100	BJOX	259
			101	BJOX	260
			102	BJOX	261

EXHIBIT A
TO
MEMORANDUM OF TERMINATION OF LEASE

103	BJOX	263	160	BJOX	363
104	BJOX	264	161	BJOX	364
105	BJOX	268	162	BJOX	366
106	BJOX	270	163	BJOX	367
107	BJOX	271	164	BJOX	368
108	BJOX	272			
109	BJOX	274			
110	BJOX	276			
111	BJOX	277			
112	BJOX	278			
113	BJOX	279			
114	BJOX	280			
115	BJOX	283			
116	BJOX	284			
117	BJOX	285			
118	BJOX	288			
119	BJOX	290			
120	BJOX	293			
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122	BJOX	296			
123	BJOX	297			
124	BJOX	299			
125	BJOX	300			
126	BJOX	305			
127	BJOX	306			
128	BJOX	307			
129	BJOX	308			
130	BJOX	311			
131	BJOX	316			
132	BJOX	317			
133	BJOX	318			
134	BJOX	321			
135	BJOX	322			
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141	BJOX	331			
142	BJOX	332			
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144	BJOX	334			
145	BJOX	335			
146	BJOX	338			
147	BJOX	340			
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149	BJOX	342			
150	BJOX	343			
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152	BJOX	346			
153	BJOX	347			
154	BJOX	351			
155	BJOX	352			
156	BJOX	355			
157	BJOX	358			
158	BJOX	359			
159	BJOX	361			